

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

## ICube Technology Holdings Limited

中國微電子科技集團有限公司\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 139)

### POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 18 AUGUST 2014

The Board is pleased to announce that all the resolutions proposed at the AGM held on 18 August 2014 have been passed.

The board of directors (the “**Board**”) of ICube Technology Holdings Limited (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company held on 18 August 2014 (the “**AGM**”) as follows:

Ordinary Resolutions		Number of Votes (%) <sup>(Note (a))</sup>	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 March 2014.	1,546,541,380 (100.00%)	0 (0.00%)
2.	To re-elect Mr Wong Howard as an executive director of the Company.	1,546,541,380 (100.00%)	0 (0.00%)
3.	To re-elect Mr Li Chi Ming as an independent non-executive director of the Company.	1,546,541,380 (100.00%)	0 (0.00%)
4.	To re-elect Mr Kwok Chi Kwong as an independent non-executive director of the Company.	1,546,541,380 (100.00%)	0 (0.00%)
5.	To authorize the board of directors of the Company to appoint additional directors as and when the board considers necessary and appropriate.	1,546,541,380 (100.00%)	0 (0.00%)
6.	To authorize the board of directors of the Company to fix the respective directors’ remuneration.	1,546,541,380 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%) <sup>(Note (a))</sup>	
		For	Against
7.	To re-appoint Ernst & Young as auditors of the Company and to authorize the board of directors of the Company to fix auditors' remuneration.	1,546,541,380 (100.00%)	0 (0.00%)
8.	To give a general mandate to the directors of the Company to purchase the Company's shares not exceeding 10% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution (the " <b>Buyback Mandate</b> ").	1,546,541,380 (100.00%)	0 (0.00%)
9.	To give a general mandate to the directors of the Company to issue, allot and deal with additional shares of the Company not exceeding 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of passing of this resolution (the " <b>Issuance Mandate</b> ").	1,546,461,380 (99.99%)	80,000 (0.01%)
10.	Conditional upon the passing of resolutions nos. 8 and 9, to extend the Issuance Mandate granted to the directors of the Company to issue, allot and deal with additional shares in the capital of the Company by the aggregate nominal amount of shares repurchased by the Company under the Buyback Mandate.	1,546,461,380 (99.99%)	80,000 (0.01%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all or a majority of the votes were cast in favour of each of the resolutions nos. 1 to 10, all such ordinary resolutions were duly passed.
- (c) The total number of shares of the Company in issue as at the date of the AGM: 2,475,963,815 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 2,475,963,815 shares.
- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"): Nil.
- (f) The total number of shares of the Company that are required under the Listing Rules to abstain from voting at the AGM: Nil.

- (g) None of the shareholders of the Company have stated their intention in the Company's circular dated 18 July 2014 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.

By order of the Board  
**ICube Technology Holdings Limited**  
**Wong Howard**  
*Chairman*

Hong Kong, 18 August 2014

*As at the date of this announcement, the Board comprises 2 executive directors namely, Mr. Wong Howard and Mr. Wong Yat Fai and 3 independent non-executive directors namely, Mr. Tung Tat Chiu, Michael, Mr. Li Chi Ming and Mr. Kwok Chi Kwong.*

\* *for identification purposes only*